

**From:** Shaw [REDACTED]  
**Sent:** Friday, July 19, 2019 12:14 PM  
**To:** [REDACTED]  
**Subject:** RFA TO IMMEDIATELY SEPARATE MIDRISE FROM TOWER/COMMERCIAL

## RFA

To immediately amend governing documents to separate the Midrise entity from The Tower and Commercial entities.

DIRECTORS' NAMES AND VOTES TO BE INDICATED ON THIS RFA AFTER VOTING

### RATIONALE:

A single board of directors and managing agent cannot serve two masters. The Tower directors' and managing agent's statutory fiduciary duties require the **prompt** separation of these entities. To name a few fiduciary concerns: duty of loyalty, duty to avoid waste (unaccounted-for services rendered by Tower staff to Midrise), duty to account (for the services, even if currently not recoverable from Midrise), duty not to commingle assets, duty of full disclosure to owners, etc.

A grave financial crisis lies ahead for Midrise Owners as the managing agent has repeatedly warned. No owner at The Collection should be intertwined with this looming financial and legal catastrophe.

A motion was made by Vice President Wang and seconded by Director Lew to obtain a review of specific questions from legal counsel regarding the options available to separate or merge the specific entities with the Executive Committee to pursue based on costs. The motion carried unanimously.

**ACTION:** A motion was made by President Funakoshi and seconded by Treasurer Krahulik to deny RFA 18-2019 to separate the Midrise from the Tower. The motion carried unanimously.

Action Date: 11/19/2019

Recording Secretary: Desmond Oliveira